

**ASSIGNMENT OF COLLATERAL AGREEMENTS  
AND OTHER LOAN DOCUMENTS**

**EXHIBIT E**

Pursuant to that certain Multifamily Loan and Security Agreement dated as of the date hereof, executed by and between RESERVE APARTMENTS, LTD, an Ohio limited liability company ("**Reserve**"), and RESERVE SQUARE APARTMENTS, LTD., an Ohio limited liability company ("**Reserve Square**"; and together with Reserve, collectively, "**Borrower**"), and M&T REALTY CAPITAL CORPORATION, a Maryland corporation ("**Lender**") (as amended, restated, replaced, supplemented or otherwise modified from time to time, the "**Loan Agreement**"), Lender has agreed to make a loan to Borrower in the original principal amount of Ninety-Three Million Four Hundred Thirty-Three Thousand and 00/100 Dollars (\$93,433,000.00) (the "**Mortgage Loan**"), as evidenced by that certain Multifamily Note dated as of the date hereof, executed by Borrower and made payable to Lender in the amount of the Mortgage Loan.

Lender hereby assigns to Fannie Mae, a corporation duly organized under the Federal National Mortgage Association Charter Act, as amended, 12 U.S.C. Section 1716 et seq. and duly organized and existing under the laws of the United States ("**Fannie Mae**") all right, title and interest of Lender in the Loan Documents, including but not limited to the Loan Documents listed on Exhibit A hereto, executed in connection with the Mortgage Loan.

This Assignment is given in connection with, and in consideration of, Fannie Mae's purchase of the Mortgage Loan made by Lender to Borrower, and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged.

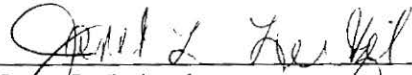
Capitalized terms used and not specifically defined herein shall have the meanings given to such terms in the Loan Agreement.

**[Remainder of Page Intentionally Blank]**

**IN WITNESS WHEREOF**, Lender has signed and delivered this Assignment under seal (where applicable) or has caused this Assignment to be signed and delivered under seal (where applicable) by its duly authorized representative as of December 23, 2014. Where applicable law so provides, Lender intends that this Assignment shall be deemed to be signed and delivered as a sealed instrument.

**LENDER:**

M&T REALTY CAPITAL CORPORATION,  
a Maryland corporation

By:  (SEAL)  
Janet L. Leitzel  
Administrative Vice President

15. Tenant's Estoppel Certificate dated December 16, 2014, from Alcoholics Anonymous.
16. Tenant's Estoppel Certificate dated December 14, 2014, from Jai Hari, LLC.
17. Tenant's Estoppel Certificate dated December 12, 2014, from The Athletic Laundry House, Inc.
18. Tenant's Estoppel Certificate dated December 14, 2014, from Swimmer Printing, Inc., d/b/a AlphaGraphics.
19. Tenant's Estoppel Certificate dated December 23, 2014, from 1701 East 12<sup>th</sup>, LLC.
20. Any other documents executed in connection with the Mortgage Loan.